SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Addre	1 0		2. Issuer Name and Ticker or Trading Symbol KENNAMETAL INC [kmt]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
STRANGHC	<u>ENER LAV</u>	<u>VRENCE W</u>		X	Director	10% Owner		
(Last) THE MOSAIC ((Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2013		Officer (give title below)	Other (specify below)		
3300 CAMPUS DRIVE, SUITE E490			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Ch Line)					
(Street) PLYMOUTH	MN	55441		X	Form filed by One Re Form filed by More th Person			
(City)	(State)	(Zip)						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	if any '	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		Beneficially Owned Following	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security 3A. Deemed Execution Date, if any 2. Conversion 3. Transaction 5. Number of 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 11. Nature Transaction Code (Instr. of Securities Underlying Derivative Security Ownership Form: Derivative of Indirect Date Derivative Expiration Date derivative (Month/Dav/Year) (Month/Day/Year) or Exercise Securities Security Securities Beneficial (Instr. 3) Price of (Month/Day/Year) 8) Acquired (A) (Instr. 5) Beneficially Direct (D) Ownership Derivative (Instr. 3 and 4) or Indirect (I) (Instr. 4) or Disposed Owned (Instr. 4) of (D) (Instr. 3, 4 and 5) Security Following Reported Transaction(s) Amount (Instr. 4)

Explanation of Responses:

(1)

1. 1-for-1.

Stock

Credits

2. The Stock Credits become payable in Common Stock: (i) in the event of a change of control of the company; or (ii) on the date that the reporting person ceases (other than my reason of death) to be a director ("retirement"), unless the reporting person has elected to receive the common stock represented by the stock credits following retirement.

Date

Exercisable

(2)

(D)

Expiration

(2)

Title

Common

Stock

Date

3. Includes 22.114 of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Stock Incentive Plan of 2002 and 82.912 of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Directors Stock Incentive Plan, as amended. The Company maintains a separate Dividend Reinvestment Plan available to its shareholders that satisifies the requirement of Rule 16a-11 of the Securities and Exchange Act of 1934, as amended.

By: Kevin G. Nowe For:
Lawrence W. Stranghoener
** Signature of Reporting Person

Number

of Shares

320.122

\$<mark>4</mark>1

Date

20,029.969⁽³⁾

02/22/2013

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

02/21/2013

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code V

A

(A)

320.122

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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